

RECORDATION NO. 21049-13 FILED

JUL 22 '03 11-30AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL  
URBAN A. LESTER

July 22, 2003

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are six (6) copies of a First Notice of Renumbering, dated as of July 14, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Equipment Trust Agreement previously filed with the Board under Recordation Number 21049.

The name and address of the party to the enclosed document are:

Lessee: Canadian National Railway Company  
935 de la Gauchetiere Street West  
Montreal, Quebec  
Canada H3B 2M9

A description of the railroad equipment covered by the enclosed document is:

Locomotives originally GCFX 6030 – GCFX 6079 are re-marked and renumbered WC 6900 – WC 6949.

Mr. Vernon A. Williams  
July 22, 2003  
Page Two

A short summary of the document to appear in the index follows:

First Notice of Renumbering

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish extending to the right.

Robert W. Alvord

RWA/anr  
Enclosures

**FIRST NOTICE OF RENUMBERING**

LEASED LOCOMOTIVE UNITS

RECORDATION NO. 21049-6

JUL 22 '03

11-30 AM

SURFACE TRANSPORTATION BOARD

**WHEREAS** First Security Bank, N.A. (now known as *Wells Fargo Bank Northwest, N.A.*) as security trustee and **CN 1997 Statutory Trust** (a Connecticut statutory trust with *Connell Finance Company, Inc.* as beneficiary) as owner ("Owner") entered into an Equipment Trust Agreement dated as of October 15, 1997 (the "ETA") covering fifty (50) SD40-3 diesel-electric locomotives (the "Equipment");

**WHEREAS** Owner as lessor and **Canadian National Railway Company** as lessee (the "Lessee") entered into a Lease of Railroad Equipment dated as of October 15, 1997 (the "Lease"), covering the Equipment;

**WHEREAS** evidence of the ETA and the Lease were recorded with:

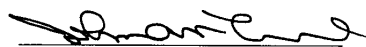
- 1) The Surface Transportation Board, in accordance with 49 U.S.C. Section 11301, on December 9, 1997 at 4:11 P.M. with assigned primary recordation numbers 21049 and 21048, respectively; and
- 2) The Office of the Registrar General of Canada, pursuant to Section 105 of the Canada Transportation Act, on December 10, 1997 at 8:45 and 8:46 A.M., respectively.

**NOW THEREFORE, TAKE NOTICE THAT** a) pursuant to the terms of the ETA and the Lease, the Lessee will renumber the Equipment subject to the ETA and the Lease, as set forth on Schedule A attached hereto and made a part hereof, and b) the Lessee shall cause this First Notice of Renumbering to be filed at x) the Surface Transportation Board and y) the Office of the Registrar General of Canada.

**IN WITNESS WHEREOF**, this First Notice of Renumbering has been executed, by an authorized signatory of the Lessee, as of the 14th day of July 2003.

**CANADIAN NATIONAL RAILWAY  
COMPANY** as lessee

By:

  
John A.N. Lamont

CN File Reference: 2039-05

**Schedule A to First Notice of Renumbering**

<u>Original</u> <u>Mark and Number</u>		<u>New</u> <u>Mark and Number</u>	
GCFX	6030	WC	6900
GCFX	6031	WC	6901
GCFX	6032	WC	6902
GCFX	6033	WC	6903
GCFX	6034	WC	6904
GCFX	6035	WC	6905
GCFX	6036	WC	6906
GCFX	6037	WC	6907
GCFX	6038	WC	6908
GCFX	6039	WC	6909
GCFX	6040	WC	6910
GCFX	6041	WC	6911
GCFX	6042	WC	6912
GCFX	6043	WC	6913
GCFX	6044	WC	6914
GCFX	6045	WC	6915
GCFX	6046	WC	6916
GCFX	6047	WC	6917
GCFX	6048	WC	6918
GCFX	6049	WC	6919
GCFX	6050	WC	6920
GCFX	6051	WC	6921
GCFX	6052	WC	6922
GCFX	6053	WC	6923
GCFX	6054	WC	6924
GCFX	6055	WC	6925
GCFX	6056	WC	6926
GCFX	6057	WC	6927
GCFX	6058	WC	6928
GCFX	6059	WC	6929
GCFX	6060	WC	6930
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GCFX	6074	WC	6944
GCFX	6075	WC	6945
GCFX	6076	WC	6946
GCFX	6077	WC	6947
GCFX	6078	WC	6948
GCFX	6079	WC	6949

PROVINCE OF QUEBEC )  
 ) ss  
DISTRICT OF MONTREAL )

On this 14<sup>th</sup> day of July, 2003, before me personally appeared John A.N. Lamont, to me personally known, who being by me duly sworn says that he is duly authorized to state that said instrument was signed on behalf of Canadian National Railway Company, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Chelli

Attorney

QUERC Bar Number: \_\_\_\_\_